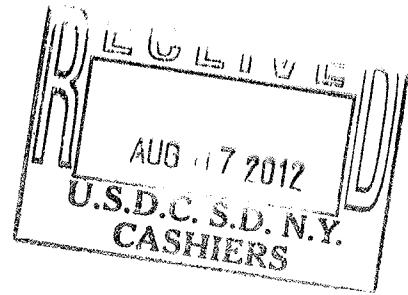


JUDGE MARREIRO
UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

12 CIV 6035

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PEARSON EDUCATION, INC., :
JOHN WILEY & SONS, INC., :
CENGAGE LEARNING, INC. AND :
THE MCGRAW-HILL COMPANIES, INC., :
Plaintiffs,



-against-

12 Civ.

CURTIS CROMWELL, JAMES AMBLE,
DIGITAL AGE ACCESS LLC AND JOHN :
DOE NOS. 1-5,

Defendants.

-----x

COMPLAINT AND JURY DEMAND

Plaintiffs Pearson Education, Inc. ("Pearson"), John Wiley & Sons, Inc. ("Wiley"), Cengage Learning, Inc. ("Cengage") and The McGraw-Hill Companies, Inc. ("McGraw-Hill"), by their undersigned attorneys, for their complaint against defendants Curtis Cromwell, James Amble, Digital Age Access LLC and John Doe Nos. 1-5, aver:

Nature of the Action

1. Plaintiffs publish college textbooks and corresponding instructors' solutions manuals. Plaintiffs are bringing this action to obtain legal and equitable relief to remedy defendants' infringement of plaintiffs' copyrights through

their sales of unauthorized copies of plaintiffs' instructors' solutions manuals.

Jurisdiction and Venue

2. This Court has subject matter jurisdiction over the claim in this action pursuant to 28 U.S.C. §§ 1331 and 1338 because it arises under the Copyright Act, 17 U.S.C. § 101 et seq.

3. Upon information and belief, venue is proper in this District pursuant to 28 U.S.C. §§ 1391 and 1400(a).

Parties

4. Pearson is a corporation organized and existing under the laws of the State of Delaware with its principal place of business at One Lake Street, Upper Saddle River, New Jersey 07458.

5. Wiley is a corporation organized and existing under the laws of the State of New York with its principal place of business at 111 River Street, Hoboken, New Jersey 07030.

6. Cengage is a corporation organized and existing under the laws of the State of Delaware with its principal place of business at 200 First Stamford Place, 4th Floor, Stamford, Connecticut 06902.

7. McGraw-Hill is a corporation organized and existing under the laws of the State of New York with its

principal place of business at 1221 Avenue of the Americas, New York, New York 10020.

8. Upon information and belief, defendant Curtis Cromwell is a natural person currently residing at 10 Surfcrest Street, Saint Augustine, Florida 32080.

9. Upon information and belief, defendant James Amble is a natural person currently residing at 303B Anastasia Blvd, Suite 2549, Saint Augustine, Florida 32080.

10. Upon information and belief, defendant Digital Age Access, LLC is a Nevada corporation with its principal place of business at 10 Surfcrest Street, Saint Augustine, Florida 32080.

11. Upon information and belief, defendants John Doe Nos. 1-5 are natural persons currently residing in the United States whose identities are presently unknown to plaintiffs.

The Businesses of Plaintiffs

12. Each plaintiff publishes a variety of works, including educational books.

13. As a standard practice, each plaintiff requires its authors to assign the copyrights to it or grant it the exclusive rights of reproduction and distribution in the United States. This practice enables each plaintiff to maximize the dissemination of each work.

14. Plaintiffs invest significant monies to publish their copyrighted works. Plaintiffs, for example, make

substantial investments in royalties, content creation, licensing, copyediting, proofreading, typesetting, layout, printing, binding, distribution, copyright enforcement and promotion.

15. Plaintiffs earn a substantial portion of their revenue from the publication of their copyrighted works and would suffer serious financial injury if their copyrights were not enforced. A substantial decline in their income could cause plaintiffs to cease publishing one or more deserving books or journals. This would adversely impact the creation of new works, scholarly endeavor, and scientific progress.

16. An important part of plaintiffs' business is derived from publishing college textbooks. College professors select textbooks from competing publishers based on the pedagogical value and the quality of supplementary materials.

17. Instructors' solutions manuals are important supplementary materials. Professors use instructors' solutions manuals to aid in grading homework. Students, however, use instructors' solutions manuals to cheat. Professors are less likely to select a textbook if the instructors' solutions manuals are freely and/or widely available. Accordingly, plaintiffs do not sell their instructors' solutions manuals, and tightly control their distribution to known faculty.

Plaintiffs' Copyrights

18. Plaintiffs routinely register their copyrights.

Pearson has generally registered its copyrights in its works, including the works on Schedule A (the "Pearson Copyrights").

19. Wiley has generally registered its copyrights in its works, including the works on Schedule B (the "Wiley Copyrights").

20. Cengage has generally registered its copyrights in its works, including the works on Schedule C (the "Cengage Copyrights").

21. McGraw-Hill has generally registered its copyrights in its works, including the works on Schedule D (the "McGraw-Hill Copyrights").

The Infringing Acts of Defendants

22. Defendants have, without permission, reproduced and sold copies of plaintiffs' works. Specifically, the defendants have reproduced and sold copies of plaintiffs' instructors' solutions manuals, through online sales, including sales into the Southern District of New York, at websites and forums, including but not limited to, examtestbank.com, ebuckz.com and paldrop.com using the usernames including, but not limited to, "Curtis," "Don Juan," "Digital Age," "Ebuckz.com," "Flores Boris," and "Paldrop System," and e-mail addresses

including, but not limited to, book.binz@gmail.com, ebukkz@gmail.com and support@repairmanualdownloads.com.

CLAIM FOR RELIEF
(Copyright Infringement - 17 U.S.C. § 501)

23. Plaintiffs repeat the averments contained in paragraphs 1 through 22 as if set forth in full.

24. Pearson has received United States Certificates of Copyright Registration for the Pearson Copyrights.

25. Wiley has received United States Certificates of Copyright Registration for the Wiley Copyrights.

26. Cengage has received United States Certificates of Copyright Registration for the Cengage Copyrights.

27. McGraw-Hill has received United States Certificates of Copyright Registration for the McGraw-Hill Copyrights.

28. The Pearson, Wiley, Cengage and McGraw-Hill Copyrights are valid and enforceable.

29. Defendants have infringed the Pearson, Wiley, Cengage and McGraw-Hill Copyrights in violation of 17 U.S.C. § 501.

30. Defendants' acts have irreparably damaged and, unless enjoined, will continue to irreparably damage plaintiffs. Plaintiffs have no adequate remedy at law for these wrongs and injuries. Plaintiffs are, therefore, entitled to a preliminary

and permanent injunction restraining and enjoining defendants and their agents, servants, employees, and attorneys and all persons acting in concert with them, from infringing the Pearson, Wiley, Cengage and McGraw-Hill Copyrights.

31. Defendants have willfully infringed the Pearson, Wiley, Cengage and McGraw-Hill Copyrights.

32. Plaintiffs are entitled to recover all damages sustained as a result of defendants' unlawful conduct including (1) defendants' profits, or (2) plaintiffs' damages, or alternatively at plaintiffs' election, (3) statutory damages.

WHEREFORE, plaintiffs demand judgment:

A. Preliminarily and permanently enjoining the defendants, their agents, servants, employees, and attorneys and all those acting in concert with them from infringing the Pearson, Wiley, Cengage and McGraw-Hill Copyrights in violation of 17 U.S.C. § 501;

B. Awarding plaintiffs their damages or defendants' profits, or alternatively, at plaintiffs' election, statutory damages, as a result of defendants' willful infringement of the Pearson, Wiley, Cengage and McGraw-Hill Copyrights;

C. Awarding plaintiffs their costs in this action, including their reasonable attorneys' fees pursuant 17 U.S.C. § 505; and

D. Granting such other and further relief as to this

Court seems just and proper.

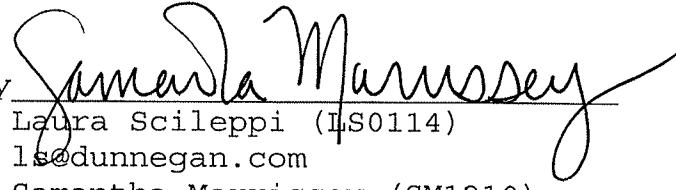
Jury Trial Demand

PLEASE TAKE NOTICE that pursuant to Rule 38 of the Federal Rules of Civil Procedure, the plaintiffs hereby demand a trial by jury of all issues that are so triable.

Dated: New York, New York
August 7, 2012

DUNNEGAN & SCILEPPI LLC

By


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Samantha Morrissey (SM1210)

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Attorneys for Plaintiffs

Pearson Education, Inc.,

John Wiley & Sons, Inc.,

Cengage Learning, Inc. and

The McGraw-Hill Companies, Inc.

350 Fifth Avenue

New York, New York 10118

(212) 332-8300

Schedule A
"Pearson Copyrights"

Title, Author (Edition) (Registration Date) (Registration Number)

1. Accounting Information Systems, Romney (11th Edition) (March 24, 2008) (TX0006996489)
2. Advanced Accounting, Beams (10th Edition) (October 22, 2008) (TX0006899994)
3. A First Course in Probability, Ross (8th Edition) (January 29, 2009) (TX0007030627)
4. Auditing and Assurance Services: An Integrated Approach, Arens (13th Edition) (April 2, 2009) (TX0006968258)
5. Business Law, Cheeseman (7th Edition) (April 23, 2009) (TX0007098708)
6. Cost Accounting: A Managerial Emphasis, Horngren (13th Edition) (April 1, 2008) (TX0007005297)
7. Cryptography and Network Security: Principles and Practice, Stallings (5th Edition) (March 17, 2010) (TX0007161744)
8. Differential Equations and Linear Algebra, Edwards (3rd Edition) (January 21, 2009) (TX0007016183)
9. Electric Circuits, Nilsson (9th Edition) (August 6, 2010) (TX0007230096)
10. Elements of Chemical Reaction Engineering, Fogler (4th Edition) (December 29, 2005) (TX0006272349)
11. Elementary Statistics, Triola (11th Edition) (February 7, 2011) (TX0007322780)
12. Fundamentals of Corporate Finance, Berk (2nd Edition) (March 16, 2010) (TX0007147969)
13. Introduction to Management Science, Taylor (11th Edition) (March 30, 2012) (TX0007509751)
14. Introductory Chemistry Essentials, Tro (4th Edition) (February 28, 2011) (TX0007330290)
15. Introductory Linear Algebra: An Applied First Course, Kolman (8th Edition) (October 1, 2004) (TX0006049329)
16. Introduction to Econometrics, Stock (3rd Edition) (March 16, 2011) (TX0007335365)
17. Linear Algebra with Applications, Leon (7th Edition) (February 12, 2008) (TX0006843616)
18. Management Accounting, Atkinson (5th Edition) (January 29, 2007) (TX0006541412)
19. Physics for Scientists & Engineers, Giancoli (3rd Edition) (February 18, 2000) (TX0005136541)
20. Physics: Principles with Applications, Giancoli (6th Edition) (July 29, 2010) (TX0007222667)
21. Principles Of Operations Management, Heizer (6th Edition) (May 25 2006) (TX0006357719)

22. Probability, Statistics, and Random Processes For Electrical Engineering, Leon-Garcia (3rd Edition) (March 24, 2008) (TX0006997023)
23. Probability & Statistics for Engineers & Scientists, Walpole (8th Edition) (March 5, 2008) (TX0006845863)
24. Starting out with Java: From Control Structures through Data Structures, Gaddis (2nd Edition) (April 5, 2011) (TX0007369311)
25. Statistics for Business and Economics, McClave (10th Edition) (December 15, 2009) (TX0007127613)
26. Structural Analysis, Hibbeler (8th Edition) (April 5, 2011) (TX0007357783)
27. Statistics for Engineering and the Sciences, Mendenhall (4th Edition) (March 23, 1995) (TX0004026377)

Schedule B
"Wiley Copyrights"

| <u>Title, Author (Edition) (Registration Date) (Registration Number)</u> |
|---|
| 1. Accounting Information Systems: Controls and Processes, Leslie Turner (1st Edition) (May 11, 2009) (TX0006997785) |
| 2. Accounting Principles, Jerry Weygandt (9th Edition) (April 16, 2010) (TX0007192054) |
| 3. Accounting Principles, Jerry Weygandt (10th Edition) (August 29, 2011) (TX0007420810) |
| 4. Accounting: Tools For Business Decision Makers, Paul Kimmel (3rd Edition) (July 19, 2011) (TX0007405899) |
| 5. Accounting: Tools For Business Decision Makers, Paul Kimmel (4th Edition) (August 23, 2011) (TX0007413466) |
| 6. Advanced Accounting, Debra Jeter (4th Edition) (March 25, 2011) (TX0007348265) |
| 7. Core Concepts of Government and Not-For-Profit Accounting, Michael Granof (2nd Edition) (April 28, 2011) (TX0007376453) |
| 8. Financial Accounting, Jerry Weygandt (7th Edition) (November 24, 2010) (TX0007303554) |
| 9. Financial Accounting: IFRS, Jerry Weygandt (1st Edition) (February 22, 2011) (TX0007328417) |
| 10. Financial Accounting: Tools for Business Decision Making, Paul Kimmel (5th Edition) (April 15, 2010) (TX0007166080) |
| 11. Government and Not-for-Profit Accounting: Concepts and Practices, Michael Granof (4th Edition) (March 11, 2008) (TX0006845409) |
| 12. Government and Not-for-Profit Accounting: Concepts and Practices, Michael Granof (5th Edition) (November 19, 2010) (TX0007311473) |
| 13. Intermediate Accounting, Donald Kieso (13th Edition) (September 10, 2009) (TX0007044357) |
| 14. Intermediate Accounting, Donald Kieso (14th Edition) (September 6, 2011) (TX0007417230) |
| 15. Managerial Accounting, James Jiambalvo (4th Edition) (May 4, 2010) (TX0007212095) |
| 16. Managerial Accounting: Tools for Business Decision Making, Jerry Weygandt (5th Edition) (November 19, 2010) (TX0007311538) |
| 17. Materials Science and Engineering: An Introduction, William Callister (8th Edition) (June 11, 2010) (TX0007273906) |
| 18. Principles of Fraud Examination, Joseph Wells (3rd Edition) (March 28, 2011) (TX0007347916) |
| 19. Project Management: A Managerial Approach, Jack Meredith (6th Edition) (January 24, 2006) (TX0006273440) |

Schedule C
"Cengage Copyrights"

| <u>Title, Author (Edition) (Registration Date) (Registration Number)</u> |
|--|
| 1. Advanced Accounting, Fischer (10th Edition) (May 29, 2008) (TX0006911127) |
| 2. Groups: Process and Practice, Corey (8th Edition) (June 28, 2011) (TX0007392312) |
| 3. Accounting Information Systems, Gelinas and Dull (8th Edition) (September 18, 2009) (TX0007033420) |
| 4. Bank Management, Koch (7th Edition) (September 3, 2009) (TX0007039097) |
| 5. Business Analysis and Valuation, Palepu and Healy (4th Edition) (August 27, 2007) (TX0006814141) |
| 6. Contemporary Financial Management, Moyer (11th Edition) (March 28, 2008) (TX0006857243) |
| 7. Fundamentals of Financial Management, Brigham and Houston (12th Edition) (September 18, 2009) (TX0007035007) |
| 8. Intermediate Financial Management, Brigham and Daves (10th Edition) (April 4, 2011) (TX0007352683) |
| 9. Introductory Econometrics, Wooldridge (4th Edition) (May 27, 2008) (TX0006853299) |
| 10. Investment Analysis and Portfolio Management, Reilly and Brown (9th Edition) (December 19, 2008) (TX0006920176) |
| 11. Financial Reporting and Analysis, Gibson (11th Edition) (July 7, 2008) (TX0006858958) |
| 12. Intermediate Accounting, Nikolai (11th Edition) (July 30, 2009) (TX0007015448) |
| 13. Managerial Accounting, Jackson (5th Edition) (February 12, 2009) (TX0006949915) |
| 14. Managerial Accounting, Maher (10th Edition) (April 20, 2007) (TX0006567558) |
| 15. Statistics for Business and Economics, Anderson (11th Edition) (March 23, 2011) (TX0007346268) |
| 16. Business Law, Text and Cases, Clarkson (11th Edition) (May 12, 2008) (TX0006863239) |
| 17. Essentials of Managerial Finance, Brigham (14th Edition) (June 11, 2007) (TX0006662878) |
| 18. Financial Accounting: An Introduction to Concepts, Methods and Uses, Stickney (13th Edition) (September 18, 2009) (TX0007033436) |
| 19. Financial Accounting: Information for Decisions, Ingram (6th Edition) (October 2, 2006) (TX0006438620) |

Schedule D
"McGraw-Hill Copyrights"

Title, Author (Edition) (Registration Date) (Registration Number)

1. Corporate Finance, Ross/Westerfield/Jaffe (9th Edition) (September 28, 2010) (TX0007265582)
2. Managerial Accounting, Noreen (13th Edition) (July 27, 2010) (TX0007230160)
3. Advanced Accounting, Hoyle/Schaefer/Doupnik (9th Edition) (May 27, 2009) (TX0006976421)
4. Organic Chemistry, Carey (8th Edition) (August 26, 2010) (TX0007266375)
5. Financial Statement Analysis, K.R. Subramanyam/John Wild, (10th Edition) (August 1, 2008) (TX0006945740)
6. Investments, Zvi Bodie, (9th Edition) (September 28, 2010) (TX0007233993)
7. Fundamentals of Advanced Accounting, Hoyle, Schaefer, & Doupnik (4th Edition) (April 4, 2010) (TX0007173495)
8. Operations Management, William J. Stevenson, (10th Edition) (December 19, 2008) (TX0007014024)
9. Advanced Financial Accounting, Baker (8th Edition) (June 18, 2009) (TX0006994271)
10. Introduction to Environmental Engineering, Davis/Cornwell (4th Edition) (October 10, 2006) (TX0006443622)
11. Accounting For Governmental And Nonprofit Entities, Wilson (15th Edition) (May 31, 2011) (TX0007381018)
12. Principles of Auditing and Other Assurance Services, Whittington (18th Edition) (November 30, 2011) (TX0007226971)